WEIL, GOTSHAL & MANGES LLP 767 Fifth Avenue New York, New York 10153 Telephone: (212) 310-8000 Facsimile: (212) 310-8007 Ray C. Schrock, P.C. Garrett A. Fail Sunny Singh

Attorneys for Debtors and Debtors in Possession

# UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re : Chapter 11 : SEARS HOLDINGS CORPORATION, et al., : Case No. 18-23538 (SHL) : Upon the control of the co

CERTIFICATE OF NO OBJECTION PURSUANT TO 28 U.S.C. § 1746 REGARDING DEBTORS' FIFTIETH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY CLAIMS)

<sup>.</sup> 

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 1700 Broadway, 19th Floor, New York, New York 10019.

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TO THE HONORABLE ROBERT D. DRAIN UNITED STATES BANKRUPTCY JUDGE:

Pursuant to 28 U.S.C. § 1746, and in accordance with this Court's case management procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the "Amended Case Management Order"), the undersigned hereby certifies as follows:

- 1. On August 30, 2022, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), filed the *Debtors' Fiftieth Omnibus Objection to Proofs of Claim (Reclassify Claims)* (ECF No. 10620) (the "**Omnibus Objection**").
- 2. In accordance with the Amended Case Management Order, the Debtors established a deadline for parties to file responses to the Omnibus Objection (the "Response Deadline"). The Response Deadline was set for September 20, 2022, at 4:00 p.m. (prevailing Eastern Time). The Amended Case Management Order provides that pleadings may be granted without a hearing, provided that no objections or other responsive pleadings have been filed on, or prior to, the relevant response deadline and the attorney for the entity who filed the pleading complies with the relevant procedural and notice requirements. Since the filing of the Omnibus Objection, the Debtors received informal responses or indications of intent to submit a response from claimants regarding certain claims (the "Claims").
- 3. Therefore, the Debtors have removed the Claims from Exhibit 1 to the proposed order (the "Proposed Order"), a copy of which is annexed hereto as Exhibit A.
- 4. The Response Deadline has now passed and, to the best of my knowledge, with respect to the claims identified in the Proposed Order, no further responsive pleadings have been filed with the Court on the docket of the above-referenced cases in accordance with the procedures set forth in the Amended Case Management Order or served on counsel to the Debtors.

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- 5. A redline of <u>Exhibit 1</u> to the Proposed Order marked against the version attached to the Omnibus Objection is attached hereto as <u>Exhibit B</u>.
- 6. Accordingly, the Debtors respectfully request that the Proposed Order be entered in accordance with the procedures described in the Amended Case Management Order.

I declare that the foregoing is true and correct.

Dated: October 3, 2022

New York, New York

/s/ Garrett A. Fail

Ray C. Schrock, P.C.
Garrett A. Fail
Sunny Singh
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New York, New York 10153
Telephone: (212) 310-8000
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Attorneys for Debtors and Debtors in Possession

# Exhibit A

**Proposed Order** 

# UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re : Chapter 11

SEARS HOLDINGS CORPORATION, et al., : Case No. 18-23538 (SHL)

:

Debtors.<sup>1</sup> : (Jointly Administered)

-----X

## ORDER GRANTING DEBTORS' FIFTIETH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY CLAIMS)

Upon the *Debtors' Fiftieth Omnibus Objection to Proofs of Claim (Reclassify Claims)*, filed on August 30, 2022 (the "**Objection**"),<sup>2</sup> of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), all as more fully set forth in the Objection; and the Bankruptcy Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Objection and the relief requested therein

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019

<sup>&</sup>lt;sup>2</sup> Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Objection having been provided, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; and such notice having been adequate and appropriate under the circumstances, and it appearing that other or further notice need be provided; and upon all of the proceedings had before the Bankruptcy Court; and the Bankruptcy Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

### IT IS HEREBY ORDERED THAT:

- 1. The Objection is granted.
- 2. Each proof of claim listed on **Exhibit 1** annexed hereto is reclassified in its entirety to a general unsecured claim.
- 3. This Order shall not be deemed to waive, impair, release, or effect on any claims, causes of action the Debtors may hold against the Claimants, including but not limited to, claims under chapter 5 of the Bankruptcy Code, and all claims and causes of action against such Claimants shall be expressly preserved.
- 4. The Debtors, the Debtors' claims and noticing agent, Prime Clerk, and the Clerk of this Bankruptcy Court are authorized to take all actions necessary or appropriate to give effect to this Order.

	5. The terms and	conditions of this Order are effective immediately upon
entry.		
Dated:	, 2022 White Plains, New York	
		THE HONORABLE SEAN H. LANE UNITED STATES BANKRUPTCY JUDGE

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# Exhibit 1

## **Reclassified Claims**

Debtors' Fiftiteth Omnibus Objection to Claims				
	Exhibit A Schedule of Claims to be Reclassed to Genera	I Unsecured		
Ref		Affected Proof of		
#	Name of Claimant	Claim No.		
1.	Sanders, Catherine Lois	24349		
2.	Sanders, Dorothy	21280		
3.	Sanders, Borotry Sanders, Elizabeth B.	25900		
4.	Sanders, Robert E.	22389		
5.	Sandra L. Anderson (Mrs Paul A. Anderson	22242		
6.	Sass Sr., Frank	21970		
7.	Sawukaytis, Josef S.	22768		
8.	Schaffstein, Jerald E.	25213		
9.	Schiltz, Shirley M.	25724		
10.	Schmitt, Edward	23709		
11.	Schohn, Cecelia A	26074		
12.	Schott, Terrence	20899		
13.	Schreppel, Irene	25812		
13. 14.	SCHUERGER, DARLENE C.	24771		
15.	Schulz, Howard	25418		
16.	SCOTT, CONNEY D.	21416		
17.	,			
	SCOTT, MILDRED ANNETTE	25549		
18.	Scott, Paul W.	24378		
19.	SCULLY, PATRICIA	26162		
20. 21.	SEAMAN, MARGARET A	21345		
-	Sears, Grace B.	23375		
22.	Sebastian, Roy E.	22484		
23.	Sendra, Robert F	20892		
24.	SEWELL, HOWARD W	21798		
25.	Sforza, Donald	24131		
26.	SHAFER, NORMAN J	23435		
27.	Shaffer, Thomas D.	25487		
28.	Sharp, Richard B.	22572		
29.	SHARPE, ROBERT N	25211		
30.	Shaw, Coleen J	23363		
31.	Shaw, Thomas R.	22456		
32.	Shawhan, Luella M	25601		
33.	Shealey, Tindora F.	25476		
34.	Sheffield, Dorothy K.	23684		
35.	Sherrod, Judith H.	25718		
36.	SHIRLEY, ROSE L	23355		
37.	Shonkwiler, Donald L.	20816		
38.	Shormas Jr., Joseph	25788		
39.	SHORTALL, MARY J	21459		
40.	SHUMAKER, BRUCE	20693		
41.	SIBLEY, WEBSTER ALLEN	25318		
42.	SICHROVSKY, CONSTANCE	23136		
43.	SIDES, BENJAMIN	22434		
44.	Sigman, Jean A	25787		
45.	Silverman, Meyer H.	22049		
46.	SIMEON, ELIZABETH S.	21792		
47.	SIMIEN, ANGELINE M	22800		
48.	SIMPSON, ERNEST L	25104		

	Debtors' Fiftiteth Omnibus Objection to Cla	aims
	Exhibit A Schedule of Claims to be Reclassed to General U	Jnsecured
Ref		Affected Proof of
#	Name of Claimant	Claim No.
<b>#</b> 49.	Sinkiewicz, Robert W.	24527
49. 50.		21875
	Sinks, Margaret L	
51. 52.	Sirls, Edward T.	21139
	Skidmore, Henry David	25910
53.	Skupien, Thaddeus J	22179
54.	Slabodnik, Joan C	22089
55.	Sloat, Mary Louise	22408
56.	SLOTHOWER JR, DAVID G	23686
57.	SMALL, RICHARD ALLEN	21500
58.	Smith, Anita M.	23211
59.	Smith, Betty A.	23401
60.	SMITH, CATHY R	22096
61.	SMITH, DORIS A	23598
62.	SMITH, GLORIA R	23799
63.	Smith, LaDoris S.	24458
64.	SMITH, LEROY	25010
65.	Smith, Mavis N.	24058
66.	SMITH, PATRICIA M	22908
67.	Smith, Richard N.	23877
68.	Snowden, Alberta	24142
69.	SNYDER, DON HAX	21454
70.	Solomon, Phillip E.	24088
71.	SOPCHEK, ESTHER L.	23009
72.	Soro, Mary Ann	25511
73.	Sosna, Domenica R	24840
74.	SOTO, PROSPERO	23605
75.	Sparrow, Rosemarie	24201
76.	Spencer, Ola Mae	25997
77.	Sperling, Lester F.	21971
78.	Spiczenski, Marilyn J.	24938
79.	SPIVEY, CECIL	23801
80.	Squeo, Mary Ann	25459
81.	Stafford, Edwin E.	25737
82.	Stamper, Robert L.	24055
83.	Standridge, Gerald B.	23298
84.	Stanghellini, Renzo	24574
85.	Stanley, Louis Walden	21145
86.	Stanton, Sandra	21872
87.	STARBUCK, LOIS	22751
88.	Starks, Marvin L.	24072
89.	Steger, Carolyn E.	21779
90.	Stehlik, Robert J	21547
91.	Stein, Gilbert	22008
92.	STEINMILLER, DIANE	23798
93.	Stephens, Geraldine A.	21433
94.	STEPHENSON, NORMAN CARL	21326
95.	Steven A Maiselson (Beneficiary of "Recently Decea	26113
96.	Stewart, Bernice	26014

Debtors' Fiftiteth Omnibus Objection to Claims				
	Exhibit A Schedule of Claims to be Reclassed to Gener	al Unsecured		
D : (		Affected		
Ref	IN	Proof of		
#	Name of Claimant	Claim No.		
97.	Storlie, Charles Clifford	22042		
98.	STOUFFER, KENNETH A	23861		
99.	Streit, Walter R	21027		
100.	Stretch, Helen	20809		
101.	STRYKER SR., WALTER H	22222		
102.	Stubblefield, Charles Junior	21729		
103.	Studley, Sr., Everitt C	23229		
104.	STUTZMAN, ANNE	24708		
105.	STYGER, MAURICE E	22625		
106.	Suire, Jr., Anthony	21757		
107.	Surles, Balam A.	26437		
108.	Suzanne K. Fleisher and Sharon Dunlap	21494		
109.	Swanson, Laura C.	20755		
110.	Swedberg, Carol J.	20956		
111.	Sweeney, Carolyn V.	25142		
112.	SWEENEY, MARK	25172		
113.	Swinson, Jack M	25733		
114.	Sylvis, Stella	21150		
115.	Tamporello, Lucille R	21425		
116.	Tanaka, Betty Y.	23571		
117.	Tanner, Earnestine	22405		
118.	Tasker, Cora M.	22761		
119.	Tatham, Yvonne Lola	24989		
120.	Tatsui, Hanabusa Han	22585		
121.	Teel, Nina R	20947		
122.	Thomas, Ruth F.	22465		
123.	THOMPSON, BARBARA J.	23142		
124.	THOMPSON, ROY FRANKLIN	22187		
125.	THOMPSON, RUTH MARIE	22901		
126.	THORNHILL, DOROTHY	21641		
127.	Throneberry, Yvetta L.	25772		
128.	Tilley, Helen S	21177		
129.	TIMMONS, NEOMA B.	25607		
130.	Todd, Patricia A.	25780		
131.	TOMKO, NANCY	22605		
132.	TOWERS, SYLVESTER FORBES	24364		
133.	TRAMMELL, FRANZISKA H	21439		
134.	Trinidad, Rafaela	25234		
135.	Trzepkowski, Alfred J.	23658		
136.	Turbov, Shirley	24090		
137.	Turner, Ida M	24484		
138.	Turner, Wilma J.	25687		
139.	UECKER, GEORGIENA M	22627		
140.	UPSHAW, ROBERT L.	23423		
141.	Valdez, Raymond F.	20749		
142.	VALENTINE, ELAINE G	22526		
143.	VALENTIN-MERCADO, HUBILIO	25380		
144.	Valentino, Albert S.	21296		

Debtors' Fiftiteth Omnibus Objection to Claims					
	Exhibit A Schedule of Claims to be Reclassed to General Unsecured				
Def		Affected			
Ref		Proof of			
# 4.45	Name of Claimant	Claim No.			
145.	Valus, Beatrice H.	25728			
146.	VARRASSO, JOHN G	22429			
147.	VAUPEL, MARY C	23320			
148.	VELNOSKY, ELIZABETH	22880			
149.	Venincasa, Sylvia Mae	20750			
150.	VIA, DONALD E	25869			
151.	Vick, Laura	21262			
152.	Vincent, Doris J.	21894			
153.	Vindasius, Birute	23908			
154.	Voss, Heinz F.T.	26172			
155.	WAGGONER, BETTY	23262			
156.	WAHL, HERBERT R	23340			
157.	Waine, William W	24720			
158.	Wakefield, Richard	23784			
159.	Walker, Josephine J	25619			
160.	WALLS, FRANK N.	22336			
161.	WALTON, ELIZABETH L.	24915			
162.	Ward, Barbara A.	24509			
163.	Warren, Eva G	24659			
164.	Wass, Carolene	26039			
165.	WATERS, EDWARD F	26104			
166.	Waters, Thelma L.	22759			
167.	Watkins, Claudean C.	24082			
168.	Wear, Kay	25564			
169.	Weatherby, James A.	25626			
170.	Weatheroy, Beatrice	25076			
171.	WEAVER, JUDY	21660			
172.	Webb, Etoyl S.	23114			
173.	Weber, Estelle	26297			
174.	Weeks Sr, William E	21457			
175.	Wehunt, Alma	24521			
176.	Weihmeir, Shirley J	21475			
177.	Weinberg, Brenda	21810			
178.	Weinstein, Edward M.	22618			
179.	WEIPPERT, CECIL W	22700			
180.	Weld, Shirley M.	26176			
181.	WELLER, ROSE A	26059			
182.	Wells, Martha S	21502			
183.	West, Mary Ragland	22392			
184.	Wethli, Marilyn N.	23245			
185.	WHAITE, RAYMOND E	23277			
186.	WHALIN, RUTH	22655			
187.	WHEELER JR,, STEPHEN P	25146			
188.	WHILDEN, JOSEPH H	22782			
189.	Whitacse, Nancy A.	24690			
190.	White, Carolyn S.	24143			
191.	White, James	22378			
192.	WHITE, LINDA	26018			

Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A Schedule of Claims to be Reclassed to General Unsecured				
Ref		Proof of		
#	Name of Claimant	Claim No.		
193.	WHITE, WILLIAM JOHN	26057		
194.	Whitlock, Barbara A.	24981		
195.	WHITTED, GEORGE E	23470		
196.	WILDE, RUTH D	26056		
197.	Willett, Morris LeVan	21052		
198.	Williams, Bernice S.	22139		
199.	WILLIAMS, CLOYCE V	23131		
200.	Williams, Dean R	21224		
201.	Williams, Frances Ann	24958		
202.	WILLIAMS, MARCELLA	26142		
203.	Williams, Mattie A.	24198		
204.	Williams, Ocenetta R.	21076		
205.	Williams, Tiffany	21493		
206.	Williamson, Jr, Ruben	22046		
207.	Wilson Smith, Sandra R.	24661		
208.	Wilson, Billy C	23592		
209.	Wilson, Jesse W.	25141		
210.	Wilson, Rosa N	22287		
211.	Winchester, Wendell F	25402		
212.	Windhausen, Karen	23657		
213.	Winne, Roy	21219		
214.	WINSETT, HERBERT G.	24241		
215.	Winslager, Marvin	21180		
216.	Winter, Dale L	25071		
217.	Wise, Robert K	21321		
218.	Withrow, Barbara	23249		
219.	Wojciechowski, Cecilia	25507		
220.	WOLF, DOROTHY J	25041		
221.	WOLLETT, JAMES E	23297		
222.	Workmen, Kenneth	26060		
223.	Worley, Jacqueline Hollifield	26412		
224.	WORLEY, JAMES E	21480		
225.	WRIGHT, DAVID S	24604		
226.	Wright, Joan	22812		
227.	WULFF, HELENE	24237		
228.	Wunch, Thomas F	22100		
229.	Wynne, Janath R.	26349		
230.	YAMBRA, MICHAEL	24969		
231.	YAMRISKA, OLGA V.	23219		
232.	Yancey, Clarence Donald	23904		
233.	YARBROUGH, GRADY P	23639		
234.	Yoshida, Harry	25406		
235.	Young, Delores Maxine	24893		
236.	Young, Inea B	23757		
237.	Young, Joan M	24500		
238.	Zavala, Eduardo	22476		
239.	ZEIDLER, LOUISE M.	23078		
240.	Zern, Jon S.	22826		

Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A Schedule of Claims to be Reclassed to General Unsecured  Affected Ref Proof of			
241.	Ziliak, Donald A.	20964	
242.	Ziliak, Edwin A	21210	
243.	Zimmerman, Ida Frances	23153	
244.	Zimowski, Ernest	24297	
245.	Zulli, Anthony C.	24280	
246.	Zurn, Carol J.	26425	

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Exhibit B

Redline

# UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

-----X

In re : Chapter 11

SEARS HOLDINGS CORPORATION, et al., : Case No. 18-23538 (SHL)

:

Debtors.<sup>1</sup> : (Jointly Administered)

-----X

# ORDER GRANTING DEBTORS' FIFTIETH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY CLAIMS)

Upon the *Debtors' Fiftieth Omnibus Objection to Proofs of Claim (Reclassify Claims)*, filed on August 30, 2022 (the "**Objection**"),<sup>2</sup> of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), all as more fully set forth in the Objection; and the Bankruptcy Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Objection and the relief requested

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019

<sup>&</sup>lt;sup>2</sup> Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Objection having been provided, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; and such notice having been adequate and appropriate under the circumstances, and it appearing that other or further notice need be provided; and the Bankruptcy Court having held a hearing to consider the relief requested in the Objection on \_\_\_\_\_\_ (the "Hearing"); and upon the record of the Hearing, and upon all of the proceedings had before the Bankruptcy Court; and the Bankruptcy Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

### IT IS HEREBY ORDERED THAT:

- 1. The Objection is granted.
- 2. Each proof of claim listed on **Exhibit 1** annexed hereto is reclassified in its entirety to a general unsecured claim.
- 3. This Order shall not be deemed to waive, impair, release, or effect on any claims, causes of action the Debtors may hold against the Claimants, including but not limited to, claims under chapter 5 of the Bankruptcy Code, and all claims and causes of action against such Claimants shall be expressly preserved.
- 4. The Debtors, the Debtors' claims and noticing agent, Prime Clerk, and the Clerk of this Bankruptcy Court are authorized to take all actions necessary or appropriate to give effect to this Order.

	5.	The terms and con	nditions of this	Order are eff	ective immediat	tely upon
entry.						
Dated	White Plains	, 2022 s, New York				
			THE HONO	ORABLE SEA	N H. LANE	

UNITED STATES BANKRUPTCY JUDGE

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# Exhibit 1

## **Reclassified Claims**

# Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A Schedule of Claims to be Reclassed to General Unsecured

		A.C
Ref		Affected Proof of
#	Name of Claimant	Claim No.
1.	Sanders, Catherine Lois	24349
2.	Sanders, Dorothy	21280
3.	Sanders, Borothy Sanders, Elizabeth B.	25900
4.	Sanders, Robert E.	22389
5.	Sandra L. Anderson (Mrs Paul A. Anderson	22242
6.	Sass Sr., Frank	21970
7.	Sawukaytis, Josef S.	22768
8.	Schaffstein, Jerald E.	25213
9.	Schiltz, Shirley M.	25724
10.	Schmitt, Edward	23724
11.	Schohn, Cecelia A	26074
12.	Schott, Terrence	20899
13.	Schreppel, Irene	25812
14.	SCHUERGER, DARLENE C.	23612
15.	Schulz, Howard	25418
16.	SCOTT, CONNEY D.	21416
17.	SCOTT, CONNET D. SCOTT, MILDRED ANNETTE	25549
18.	Scott, MILDRED ANNETTE Scott, Paul W.	24378
19.	SCULLY, PATRICIA	26162
20.	SEAMAN, MARGARET A	21345
21.	,	
	Sears, Grace B.	23375
22. 23.	Sebastian, Roy E.	22484
23. 24.	Sendra, Robert F	20892
24. 25.	SEWELL, HOWARD W	21798 24131
25. 26.	Sforza, Donald SHAFER, NORMAN J	23435
20. 27.	Shaffer, Thomas D.	
28.	,	25487
20. 29.	Sharp, Richard B. SHARPE, ROBERT N	22572 25211
30.	Shaw, Coleen J	23363
31.	Shaw, Thomas R.	23363
32.	Shawhan, Luella M	25601
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33.	Sheafield Derethy K	25476
34. 35.	Sheffield, Dorothy K. Sherrod, Judith H.	23684
	SHIRLEY, ROSE L	25718
36. 37.	,	23355 20816
37. 38.	Shonkwiler, Donald L.	
	Shormas Jr., Joseph	25788
39.	SHORTALL, MARY J	21459
40.	SHUMAKER, BRUCE	20693
41.	SIBLEY, WEBSTER ALLEN	25318
42.	SICHROVSKY, CONSTANCE	23136
43.	SIDES, BENJAMIN	22434
44.	Sigman, Jean A	25787
45.	Silverman, Meyer H.	22049
46.	SIMEON, ELIZABETH S.	21792
47.	SIMIEN, ANGELINE M	22800
48.	SIMPSON, ERNEST L	25104

#### **Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A** Schedule of Claims to be Reclassed to General Unsecured **Affected** Ref **Proof of** Name of Claimant Claim No. <del>Simpson, Mary Viriginia</del> 21231 Sinkiewicz, Robert W. 24527 049 Sinks, Margaret L 21875 150 Sirls, Edward T. 251 21139 Skidmore. Henry David 25910 53 Skupien, Thaddeus J 22179 54 Slabodnik, Joan C 22089 22408 Sloat, Mary Louise SLOTHOWER JR, DAVID G 23686 <u>57</u> SMALL, RICHARD ALLEN 21500 23211 58 Smith, Anita M. 23401 Smith, Betty A. SMITH, CATHY R 22096 <del>1</del>60 SMITH, DORIS A 23598 261 23799 362 SMITH, GLORIA R Smith, LaDoris S. 24458 <del>163</del> <del>5</del>64 SMITH, LEROY 25010 65 Smith, Mavis N. 24058 SMITH, PATRICIA M 22908 **2**66 Smith. Richard N. 23877 **367** 968 Snowden, Alberta 24142 <del>2</del>69 SNYDER, DON HAX 21454 24088 **-70** Solomon, Phillip E. SOPCHEK, ESTHER L 23009 <u> 271</u> Soro, Mary Ann 25511 24840 **173** Sosna, Domenica R 74 SOTO, PROSPERO 23605 75 Sparrow, Rosemarie 24201 76 Spencer, Ola Mae 25997 77 21971 Sperling, Lester F. Spiczenski, Marilyn J. 24938 <del>2</del>79 SPIVEY, CECIL 23801 25459 **180** Squeo, Mary Ann 25737 Stafford, Edwin E. Stamper, Robert L 82 24055 Standridge, Gerald B. 23298 24574 <del>5</del>84 Stanghellini, Renzo Stanley, Louis Walden 21145 85 Stanton, Sandra 21872 **2**86 STARBUCK, LOIS 22751 87 88 Starks, Marvin L. 24072 Steger, Carolyn E. 21779 989 490 Stehlik, Robert J 21547 Stein, Gilbert 22008 291

#### **Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A** Schedule of Claims to be Reclassed to General Unsecured **Affected** Ref Proof of Name of Claimant Claim No. STEINMILLER, DIANE 92 23798 21433 193 Stephens, Geraldine A. STEPHENSON, NORMAN CARL 21326 Steven A Maiselson (Beneficiary of "Recently Deceased Class Member") 26113 95 Stewart, Bernice 26014 <del>8</del>97. Storlie. Charles Clifford 22042 STOUFFER. KENNETH A 23861 Streit, Walter R 21027 20809 <del>101</del>100. Stretch, Helen <del>102</del>101. STRYKER SR., WALTER H 22222 103102. Stubblefield, Charles Junior 21729 104103. Studley, Sr., Everitt C 23229 105104. STUTZMAN, ANNE 24708 106105. STYGER, MAURICE E 22625 107106. Suire, Jr., Anthony 21757 108107. Surles, Balam A. 26437 109108. Suzanne K. Fleisher and Sharon Dunlap 21494 <mark>110</mark>109. Swanson, Laura C. 20755 111110. Swedberg, Carol J. 20956 112111. Sweenev. Carolyn V. 25142 SWEENEY. MARK <del>113</del>112. 25172 SWIATKOWSKI, IRENA 21611 115113. Swinson, Jack M 25733 116114. Sylvis, Stella 21150 21425 <mark>117115</mark>. Tamporello, Lucille R <mark>118</mark>116. <u>Tanaka. Bettv Y.</u> 23571 <del>9</del>117. Tanner, Earnestine 22405 <mark>l20</mark>118. Tasker, Cora M. 22761 I<mark>21119. Tatham, Yvonne Lola</mark> 24989 22585 <mark>2120. | Tatsui, Hanabusa Han</mark> 20947 3<u>121</u>. <u>Teel, Nina R</u> <mark>l24<u>122</u>. <u>Thomas, Ruth F</u></mark> 22465 <del>l25</del>123. THOMPSON. BARBARA J. 23142 124. THOMPSON, ROY FRANKLIN 22187 <mark>I27125</mark>. THOMPSON, RUTH MARIE 22901 128126. THORNHILL, DOROTHY 21641 25772 <mark>129</mark>127. Throneberry, Yvetta L. <del>Q128.</del> Tilley, Helen S 21177 <mark>31129. TIMMONS. NEOMA B.</mark> 25607 2130. Todd. Patricia A. 25780 3<mark>131</mark>. TOMKO, NANCY 22605 134132. TOWERS, SYLVESTER FORBES 24364 135133. TRAMMELL, FRANZISKA H 21439 36134. Trinidad, Rafaela 25234

### **Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A** Schedule of Claims to be Reclassed to General Unsecured **Affected** Ref Proof of Name of Claimant Claim No. 37135. Trzepkowski, Alfred J. 23658 8136. Turbov, Shirley 24090 139137. Turner, Ida M 24484 <mark>140</mark>138. Turner, Wilma J. 25687 144139 UECKER, GEORGIENA M 22627 <mark>142140. UPSHAW. ROBERT L.</mark> 23423 <mark>143</mark>141. Valdez. Ravmond F. 20749 <mark>144<u>142</u>. VALENTINE, ELAINE G</mark> 22526 145143. VALENTIN-MERCADO, HUBILIO 25380 146144. Valentino, Albert S. 21296 <mark>147145. Valus, Beatrice H.</mark> 25728 <mark>148146. |</mark> VARRASSO, JOHN G 22429 149147. VAUPEL, MARY C 23320 150148. VELNOSKY, ELIZABETH 22880 <mark>151<u>149</u>. <u>Venincasa, Sylvia Mae</u></mark> 20750 <mark>152</mark>150. VIA. DONALD E 25869 153<u>151.</u> Vick, Laura 21262 154152. Vincent, Doris J. 21894 5<mark>153</mark>. <u>Vindasius, Birute</u> 23908 156154. Voss. Heinz F.T. 26172 157155. WAGGONER. BETTY 23262 <mark>l58</mark>156. WAHL. HERBERT R 23340 9157. Waine, William W 24720 23784 160158. Wakefield, Richard <mark>161</mark>159. Walker, Josephine J 25619 <mark>2160</mark>. <u>| WALLS, FRANK N.</u> 22336 WALTON, ELIZABETH L. 24915 <del>163</del>161. 24509 Ward, Barbara A. <del>165</del>163. Warren, Eva G 24659 <u>6164. Wass, Carolene</u> 26039 <mark>7165. WATERS, EDWARD F</mark> 26104 <mark>l68166.</mark> Waters, Thelma L. 22759 <mark>169</mark>167. Watkins, Claudean C. 24082 <u>'0168</u>. Wear. Kav 25564 <mark>171</mark>169. Weatherby, James A. 25626 172170. Weatherov. Beatrice 25076 3171. WEAVER, JUDY 21660 174<u>172</u>. <u>Webb, Etoy</u>l S. 23114 175173. Weber, Estelle 26297 <del>176</del>174. Weeks Sr, William E 21457 <mark>177</mark>175. Wehunt, Alma 24521 <mark>l78<u>176</u>. Weihmeir, Shirley J</mark> 21475 179177. Weinberg, Brenda 21810 80178. Weinstein, Edward M. 22618

#### **Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A** Schedule of Claims to be Reclassed to General Unsecured **Affected** Ref Proof of Name of Claimant Claim No. 184179. WEIPPERT, CECIL W 22700 2180. Weld, Shirley M. 26176 183<mark>181. WELLER, ROSE A</mark> 26059 184<u>182</u>. Wells, Martha S 21502 22392 <mark>185</mark>183. West, Mary Ragland <mark>186<u>184</u>. Wethli, Marilyn N.</mark> 23245 <mark>187<u>185</u>. WHAITE, RAYMOND E</mark> 23277 188<u>186</u>. WHALIN, RUTH 22655 <mark>189</mark>187. WHEELER JR., STEPHEN P 25146 <del>190</del>188. WHILDEN, JOSEPH H 22782 <mark>191</mark>189. Whitacse, Nancy A. 24690 92190. White, Carolyn S. 24143 193<mark>191. White, James</mark> 22378 194<u>192. WHITE, LINDA</u> 26018 <mark>195</mark>193. WHITE, WILLIAM JOHN 26057 <mark>196<u>194</u>. Whitlock, Barbara A.</mark> 24981 <mark>197<u>195</u>. WHITTED, GEORGE E</mark> 23470 <mark>198</mark>196. WILDE, RUTH D 26056 <mark>9197. Willett, Morris LeVan</mark> 21052 200198. Williams, Bernice S. 22139 4199. WILLIAMS, CLOYCE V 23131 200. Williams, Dean R 21224 201. Williams, Frances Ann 24958 1202. WILLIAMS, MARCELLA 26142 203. Williams, Mattie A. 24198 204. Williams, Ocenetta R. 21076 Williams, Tiffanv 21493 <del>7</del>205</u>. Williamson, Jr, Ruben 22046 <mark>207. Wilson Smith, Sandra R.</mark> 24661 Wilson, Billy C 23592 <u>1209</u>. Wilson, Jesse W. 25141 210. Wilson, Rosa N 22287 211. Winchester, Wendell F 25402 212. Windhausen, Karen 23657 21219 213. Winne, Rov 214. WINSETT, HERBERT G. 24241 <u> 215. Winslager, Marvin</u> 21180 <mark>8216. Winter, Dale L</mark> 25071 Wise, Robert K 21321 <mark>218. Withrow, Barbara</mark> 23249 219. Wojciechowski, Cecilia 25507 220. WOLF, DOROTHY J 25041 WOLLETT, JAMES E 23297 222. Workmen, Kenneth 26060

### **Debtors' Fiftiteth Omnibus Objection to Claims Exhibit A** Schedule of Claims to be Reclassed to General Unsecured **Affected** Ref **Proof of** Name of Claimant Claim No. 223. Worley, Jacqueline Hollifield 26412 21480 224. WORLEY, JAMES E WRIGHT, DAVID S 24604 22812 226. Wright, Joan 9<mark>227. WULFF, HELENE</mark> 24237 22100 228. Wunch, Thomas F <mark>-229. Wynne, Janath R.</mark> 26349 <mark>230</mark>. YAMBRA, MICHAEL 24969 231. YAMRISKA, OLGA V. 23219 -232. Yancey, Clarence Donald 23904 5233. YARBROUGH, GRADY P 23639 234. Yoshida, Harry 25406 Z235. Young, Delores Maxine 24893 <mark>8236. Young, Inea B</mark> 23757 9<mark>237</mark>. <u>Young, Joan M</u> 24500 <del>0</del>238. Zavala, Eduardo 22476 4239. ZEIDLER, LOUISE M. 23078 2240. Zern, Jon S. 22826 <mark>241. Ziliak, Donald A.</mark> 20964 4242. Ziliak. Edwin A 21210 243. Zimmerman, Ida Frances 23153 244. Zimowski, Ernest 24297 245. Zulli, Anthony C. 24280 246. Zurn, Carol J. 26425